

First Merchants Corp.

First Merchants Corp., 200 E. Jackson St., Muncie 47305 (www.firstmerchants.com), operates about 80 banking offices, nearly all in Indiana. In the nine months ended Sept. 30, First Merchants reported profit of \$9.2 million, or 38 cents per share. That compares with a net loss of \$34.1 million, or \$1.62 per share, in the same period a year earlier. The company's shares trade on the NASDAQ under the ticker symbol FRME. Information for Proxy Corner was taken from Yahoo Finance and from the company's proxy statement filed March 26, 2010.

VALUE	12/21/10	12/21/09
Shares of common stock outstanding	25.6 million	21.2 million
Market value of one common share	\$8.84	\$5.41
Market value of common stock	\$225.9 million	\$114.7 million

NOTEWORTHY CONTROL

Dimensional Fund Advisors

Number of common shares: 1,659,962
 Percentage of common shares: 7.73

BlackRock Inc.

Number of common shares: 1,358,684
 Percentage of common shares: 6.33

EXECUTIVE COMPENSATION

	Total '08 compensation	Salary Bonus	Stock and option grants (1)	All other pay (2)	% change (3)
Michael Rechin CEO and president	\$518,549	<u>\$350,000</u> \$0	\$103,856	\$64,693	-17.1%
Mark Hardwick chief financial officer	\$330,525	<u>\$250,000</u> \$0	\$59,366	\$21,159	-16.3%
Michael Stewart chief banking officer	\$319,854	<u>\$245,000</u> \$0	\$59,366	\$15,488	-18.7%
Robert Connors chief information officer	\$248,236	<u>\$200,000</u> \$0	\$31,174	\$17,062	-18.7%
John Martin chief credit officer	\$191,048	<u>\$161,423</u> \$0	\$19,298	\$10,327	NA

(1) Grant date fair value of stock and options awards, as calculated in company's proxy statement in its grant of plan-based awards table.

(2) Includes non-equity incentive plan compensation, above-market or preferential earnings on deferred compensation and all other annual compensation.

(3) Percentage increase or decrease in executive's total compensation vs. previous year.

DIRECTORS

Michael Rechin, 51

Occupation: CEO and president of company
 Number of common shares: 66,707

Charles Schalliol, 62

Occupation: chairman of company's board, of counsel with Baker & Daniels
 Other directorships: Heritage-Crystal Clean Inc.
 Number of common shares: 21,635

Terry Walker, 63

Occupation: CEO of Muncie Power Products Inc.
 Number of common shares: 30,283

Thomas Clark, 64

Occupation: Retired CEO of Jarden Corp.
 Number of common shares: 20,212

Roderick English, 58

Occupation: CEO of The James Monroe Group
 Number of common shares: 9,490

Jo Ann Gora, 64

Occupation: president of Ball State University
 Number of common shares: 9,490

Jean Wojtowicz, 52

Occupation: CEO of Cambridge Capital Management
 Number of common shares: 11,489

Jerry Engle, 65

Occupation: president of the company's central region
 Number of common shares: 44,467

William Hoy, 61

Occupation: CEO of The Columbus Sign Co.
 Number of common shares: 16,882

Barry Hudson, 70

Occupation: Retired chairman of First National Bank of Portland
 Number of common shares: 460,562

Patrick Sherman, 62

Occupation: partner in Sherman & Ambruster
 Number of common shares: 16,130

All officers and directors as a group (18 people) control 903,864 common shares, or 4.2 percent of the company's total. That compares with 955,039 common shares, or 4.4 percent, controlled by 19 people the previous year.